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Attorneys for Lehman Brothers Holdings Inc.
and Certain of Its Affiliates

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | |
|--|--------------------------|
| -----X | |
| In re | : Chapter 11 Case No. |
| LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> , | : 08-13555 (JMP) |
| Debtors. | : (Jointly Administered) |
| -----X | |

**NINTH NOTICE OF WITHDRAWAL OF DEBTORS’
APPLICATION TO ASSUME CERTAIN EXECUTORY CONTRACTS**

PLEASE TAKE NOTICE of the following:

1. On October 25, 2011, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed a Plan Supplement (as amended from time to time the “Plan Supplement”) [ECF No. 21254],¹ containing documents and schedules in connection with the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and its Affiliated Debtors (the “Plan”),² dated December 5, 2011 [ECF No. 22973]. The Plan was confirmed by order of the Court on December 6, 2011 (the “Confirmation Order”) [ECF No. 23023] and became effective on March 6, 2012.

¹ A list of the amendments to the Plan Supplement and other notices and orders pertaining thereto is annexed hereto as Exhibit A.

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Plan.

2. Pursuant to the Confirmation Order, the hearing on the Debtors' proposed assumption of certain executory contracts and unexpired leases set forth on Exhibit 2 to the Plan Supplement was adjourned until (i) February 14, 2012, or (ii) such other date as may be scheduled by the Debtors, with leave from the Court, with at least 30 days notice to the relevant counterparty, or as otherwise agreed.

3. On January 31, 2012, February 9 and 13, 2012, April 3, 2012, May 31, 2012, June 25, 2012, August 14, 2012, and October 19, 2012 the Debtors filed notices of withdrawal of their application to assume certain executory contracts or to defer indefinitely the hearing on their application to assume certain executory contracts (the "Notices of Withdrawal or Deferral").

4. Subsequent to the filing of the Notices of Withdrawal or Deferral, the Debtors have reached agreements with certain additional parties with respect to their objections to the Debtors' application to assume executory contracts and unexpired leases.

5. The Debtors hereby withdraw their application to assume the executory contracts identified on Exhibit B hereto (the "Withdrawn Contracts").

6. The Debtors reserve their rights to withdraw in the future their application to assume additional executory contracts and unexpired leases set forth on

Schedule 1 or 2 to the Confirmation Order or that are the subject of the objections listed
on Schedule 1 or 2 to the Confirmation Order.

Dated: November 16, 2012
New York, New York

/s/ Jacqueline Marcus

Jacqueline Marcus
Robert J. Lemons

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

Attorneys for Lehman Brothers Holdings Inc.
and Certain of Its Affiliates

EXHIBIT A

**AMENDMENTS TO THE PLAN SUPPLEMENT AND OTHER NOTICES AND
ORDERS PERTAINING THERETO**

1. Amendment No. 1 to the Plan Supplement, filed on November 4, 2011 [ECF No. 21665].
2. Amendment No. 2 to the Plan Supplement, filed on November 15, 2011 [ECF No. 22156].
3. Amendment No. 3 to the Plan Supplement, filed on November 22, 2011 [ECF No. 22590].
4. Amendment No. 4 to the Plan Supplement, filed on November 29, 2011 [ECF No. 22742].
5. Amendment No. 5 to the Plan Supplement, filed on December 2, 2011 [ECF No. 22876].
6. Amendments No. 6 and No. 7 to the Plan Supplement, filed on December 5, 2011 [ECF Nos. 22975 and 22980].
7. Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on January 31, 2012 [ECF No. 24823].
8. Notice of (i) Withdrawal of Debtors' Application to Assume Certain Executory Contracts, (ii) Indefinite Adjournment of Debtors' Application to Assume Certain Executory Contracts, (iii) Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, and (iv) Status Conference on Debtors' Proposed Assumption of Executory Contracts, filed on February 9, 2012 [ECF No. 25201].
9. Third Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on February 13, 2012 [ECF No. 25266].
10. Order Authorizing Debtors to Assume Certain Executory Contracts and Unexpired Leases, entered by the Court on March 19, 2012 [ECF No. 27016].
11. Fourth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on April 3, 2012 [ECF No. 27262].
12. Fifth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on May 31, 2012 [ECF No. 28313].
13. Notice of Presentment of Order Authorizing Debtors to Assume Certain Executory Contracts and Unexpired Leases, filed on May 31, 2012 [ECF No. 28326].
14. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on June 19, 2012 [ECF No. 28871].
15. Sixth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on June 25, 2012 [ECF No. 28956].

16. Corrected Sixth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on June 25, 2012 [ECF No. 28957].
17. Seventh Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on August 14, 2012 [ECF No. 30026].
18. Order Authorizing Debtors to Assume Certain Executory Contract, filed on September 28, 2012 [ECF No. 31130].
19. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on September 12, 2012 [ECF No. 30894].
20. Eighth Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on October 19, 2012 [ECF No. 31569].
21. Notice of Presentment of Order Authorizing Debtors to Assume Certain Executory Contracts and Unexpired Leases, filed on November 14, 2012 [ECF No. 32080].

EXHIBIT B
WITHDRAWN CONTRACTS

| Counterparty | Debtor | Title of Agreement | Notice Address |
|---|---|--|--|
| Beryl Finance Limited Series 2005-14 | Lehman Brothers Special Financing Inc. | ISDA Master Agreement dated as of October 10, 2002 and amended and restated on July 22, 2005, as amended and supplemented from time to time between Dante Finance PLC and Lehman Brothers Special Financing Inc. | Eric A. Schaffer Michael J. Venditto REED SMITH LLP 599 Lexington Avenue New York, NY 10022 |
| | | | Walkers SPV Limited Walker House, 87 Mary Street George Town, Grand Cayman, CAYMAN ISLANDS |
| Saphir Finance PLC Series 2007-7 | Lehman Brothers Special Financing Inc. | ISDA Master Agreement dated as of October 10, 2002 and amended and restated on July 21, 2006, as amended and restated from time to time between Dante Finance PLC and Lehman Brothers Special Financing Inc. | Eric A. Schaffer Michael J. Venditto REED SMITH LLP 599 Lexington Avenue New York, NY 10022 |
| | | | c/o The Bank of New York Mellon, London Branch One Canada Square London, E14 5AL, England Attn: Sanjay Jobanputra, Vice President, Global Corporate Trust |
| Utah Housing Corporation (formerly Utah Housing Finance Agency) | Lehman Brothers Special Financing Inc. (as assignee of Lehman Brothers Financial Products Inc. and/or Lehman Brothers Derivative Products Inc.) | 1992 Local Currency-Single Jurisdiction dated as of May 5, 2000 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |

| Counterparty | Debtor | Title of Agreement | Notice Address |
|---|---|--|--|
| Utah Housing Corporation (formerly Utah Housing Finance Agency) | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of June 16, 2000 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation (formerly Utah Housing Finance Agency) | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of August 3, 2000 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation (formerly Utah Housing Finance Agency) | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of September 29, 2000 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |

| Counterparty | Debtor | Title of Agreement | Notice Address |
|---|---|--|--|
| Utah Housing Corporation (formerly Utah Housing Finance Agency) | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of December 8, 2000 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation (formerly Utah Housing Finance Agency) | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of February 7, 2001 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation (formerly Utah Housing Finance Agency) | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of May 3, 2001 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |

| Counterparty | Debtor | Title of Agreement | Notice Address |
|---|---|--|--|
| Utah Housing Corporation (formerly Utah Housing Finance Agency) | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of June 22, 2001 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of August 8, 2001 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of September 14, 2001 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |

| Counterparty | Debtor | Title of Agreement | Notice Address |
|--------------------------|---|--|---|
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of November 8, 2001 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of January 18, 2002 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of March 15, 2002 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |

| Counterparty | Debtor | Title of Agreement | Notice Address |
|--------------------------|---|---|---|
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of May 3, 2002 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of June 21, 2002 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of July 31, 2002 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |

| Counterparty | Debtor | Title of Agreement | Notice Address |
|--------------------------|---|--|---|
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of September 20, 2002 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of November 20, 2002 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of January 24, 2003 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |

| Counterparty | Debtor | Title of Agreement | Notice Address |
|--------------------------|---|---|---|
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of March 12, 2003 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of May 2, 2003 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of August 15, 2003 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |

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| Utah Housing Corporation | Lehman Brothers Financial Products Inc. | 1992 Local Currency-Single Jurisdiction dated as of September 11, 2003 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Special Financing Inc. (as assignee of Lehman Brothers Derivative Products Inc.) | 1992 Local Currency-Single Jurisdiction dated as of October 31, 2003 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |
| Utah Housing Corporation | Lehman Brothers Special Financing Inc. (as assignee of Lehman Brothers Derivative Products Inc.) | 1992 Local Currency-Single Jurisdiction dated as of February 6, 2004 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103-7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |

| Counterparty | Debtor | Title of Agreement | Notice Address |
|--------------------------|---|--|---|
| Utah Housing Corporation | Lehman Brothers Special Financing Inc. (as assignee of Lehman Brothers Derivative Products Inc.) | 1992 Local Currency-Single Jurisdiction dated as of April 22, 2004 | Christopher S. Chow BALLARD SPAHR LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801 |
| | | | William A. Slaughter BALLARD SPAHR LLP 1735 Market Street, 51st Floor Philadelphia, PA 19103- 7599 |
| | | | Utah Housing Corporation 2479 S. Lake Park Blvd. West Valley City, UT 84120 Attn: Executive Director |